

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

In re:

23ANDME HOLDING CO., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-40976-357

(Jointly Administered)

**AFFIDAVIT OF SERVICE**

I, Justin Lewenson, depose and say that I am employed by Kroll Restructuring Administration LLC (“*Kroll*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On April 2, 2025, at my direction and under my supervision, employees of Kroll caused the following documents to be served via overnight mail or next day business service on the banks, brokers, dealers, agents, nominees or their agents (collectively, the “*Nominees*”) identified on the Depository and Nominees service list attached hereto as **Exhibit A**. The Nominees were provided with instructions and sufficient quantities to distribute the aforementioned documents to the beneficial holders of the Debtors’ public securities.

- Notice of (I) Disclosure Procedures Applicable to Certain Holders of Common Stock or Options, (II) Disclosure Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock, and (III) Final Hearing on the Application Thereof, a copy of which is attached hereto as **Exhibit B** (the “*NOL Notice of Interim Order*”)
- Notice of Auction for the Sale of the Debtors’ Assets, a copy of which is attached hereto as **Exhibit C** (the “*Sale Notice*”)

In addition to the hard copy service detailed above, on April 2, 2025, at my direction and under my supervision, employees of Kroll caused the NOL Notice of Interim Order and Sale Notice to be served via email on the Nominee and Depository service list attached hereto as **Exhibit D**.

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<sup>1</sup> The Debtors in each of these cases, along with the last four digits of each Debtor’s federal tax identification number, are: 23andMe Holding Co. (0344), 23andMe, Inc. (7371), 23andMe Pharmacy Holdings, Inc. (4690), Lemonaid Community Pharmacy, Inc. (7330), Lemonaid Health, Inc. (6739), Lemonaid Pharmacy Holdings Inc. (6500), LPharm CS LLC (1125), LPharm INS LLC (9800), LPharm RX LLC (7746), LPRXOne LLC (3447), LPRXThree LLC (3852), and LPRXTwo LLC (1595). The Debtors’ service address for purposes of these chapter 11 cases is: 870 Market Street, Room 415, San Francisco, CA 94102.

Dated: April 3, 2025

/s/ Justin Lewenson  
Justin Lewenson

State of New York  
County of New York

Subscribed and sworn (or affirmed) to me on April 3, 2025, by Justin Lewenson, proved to me on the basis of satisfactory evidence to be the person who executed this affidavit.

/s/ OLEG BITMAN  
Notary Public, State of New York  
No. 01BI6339574  
Qualified in New York County  
Commission Expires April 4, 2028

**Exhibit A**

Exhibit A  
Depository and Nominees Service List  
Served via Overnight Mail or Next Business Day Service

| Name                             | Address 1                          | Address 2                          | Address 3                   | City       | State | Postal Code |
|----------------------------------|------------------------------------|------------------------------------|-----------------------------|------------|-------|-------------|
| BROADRIDGE                       | JOBS N17317                        | 51 MERCEDES WAY                    |                             | EDGEWOOD   | NY    | 11717       |
| BETANXT                          | ATTN Stephany Hernandez            | 100 Demarest Drive                 |                             | WAYNE      | NJ    | 07470-0000  |
| DEPOSITORY TRUST CO              | ATTN ED HAIDUK                     | 55 WATER STREET 25TH FLOOR         |                             | NEW YORK   | NY    | 10041       |
| DEPOSITORY TRUST CO              | ATTN HORACE DALEY                  | 55 WATER STREET 25TH FLOOR         |                             | NEW YORK   | NY    | 10041       |
| BNY MELLON NEW ENGLAND 0954      | ATTN SEAN GARRISON OR PROXY MGR    | 525 WILLIAM PENN PLACE             | SUITE 153 0400              | PITTSBURGH | PA    | 15259       |
| JPMORGAN CHASE BANK NA 0902      | ATTN JACOB BACK OR PROXY MGR       | 14201 DALLAS PARKWAY 12TH FLOOR    |                             | DALLAS     | TX    | 75254       |
| NORTHERN TRUST CO 2669           | ATTN RYAN CHISLETT OR PROXY MGR    | 801 S CANAL STREET                 | ATTN CAPITAL STRUCTURES C1N | CHICAGO    | IL    | 60607       |
| STATE STREET 0997                | ATTN MIKE FEELEY ROB RAY PROXY MGR | CORP ACTIONS JAB5E 1776            | HERITAGE DRIVE NORTH        | QUINCY     | MA    | 02171-0000  |
| THE BANK OF NEW YORK MELLON 0901 | ATTN JENNIFER MAY                  | 525 WILLIAM PENN PL SUITE 153 0400 |                             | PITTSBURGH | PA    | 15259       |

**Exhibit B**

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

In re:

23ANDME HOLDING CO., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-40976

(Jointly Administered)

**Related Docket No. 6**

**NOTICE OF (I) DISCLOSURE PROCEDURES APPLICABLE  
TO CERTAIN HOLDERS OF COMMON STOCK OR OPTIONS,  
(II) DISCLOSURE PROCEDURES FOR CERTAIN TRANSFERS OF  
AND DECLARATIONS OF WORTHLESSNESS WITH RESPECT TO  
COMMON STOCK, AND (III) FINAL HEARING ON THE APPLICATION THEREOF**

**TO: ALL ENTITIES (AS DEFINED BY SECTION 101(15) OF THE BANKRUPTCY CODE) THAT MAY HOLD BENEFICIAL OWNERSHIP OF COMMON STOCK OF 23ANDME HOLDING CO. (THE “COMMON STOCK”):**

**PLEASE TAKE NOTICE** that on March 23, 2025 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed petitions with the United States Bankruptcy Court for the Eastern District of Missouri (the “Court”) under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). Subject to certain exceptions, section 362 of the Bankruptcy Code operates as a stay of any act to obtain possession of property of or from the Debtors’ estates or to exercise control over property of or from the Debtors’ estates.

<sup>1</sup> The Debtors’ service address for purposes of these chapter 11 cases is: 870 Market Street, Room 415, San Francisco, CA, 94102. The last four digits of the Debtors’ federal tax identification numbers are: (i) 23andMe Holding Co. [0344], (ii) 23andMe Inc. [7371], (iii) 23andMe Pharmacy Holdings, Inc. [4690], (iv) Lemonaid Community Pharmacy, Inc. [7330], (v) Lemonaid Health, Inc. [6739], (vi) Lemonaid Pharmacy Holdings Inc. [6500], (vii) LPHARM CS LLC [1125], (viii) LPHARM INS LLC [9800], (ix) LPHARM RX LLC [7746], (x) LPRXONE LLC [3447], (xi) LPRXTHREE LLC [3852], (xii) LPRXTWO LLC [1595].

**PLEASE TAKE FURTHER NOTICE** that on the Petition Date, the Debtors filed the *Debtors' Motion for Entry of Interim and Final Orders (I) Establishing Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock of 23andMe Holding Co. and (II) Granting Related Relief* [Docket No. 6] (the "Motion").

**PLEASE TAKE FURTHER NOTICE** that on March 28, 2025, the Court entered the *Interim Order (I) Establishing Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock of 23andMe Holding Co. and (II) Granting Related Relief* [Docket No. 119] (the "Order")<sup>2</sup> approving procedures for certain transfers of, and declarations of worthlessness with respect to, Common Stock, set forth in Exhibit 1 attached to the Order (the "Procedures").

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, a Substantial Shareholder or person that may become a Substantial Shareholder may not consummate any purchase, sale, or other transfer of Common Stock or Beneficial Ownership of Common Stock in violation of the Procedures, any such transaction in violation of the Procedures shall be null and void *ab initio*, and certain remedial actions may be required to restore the status quo ante.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, a 50% Shareholder may not claim a worthless stock deduction in respect of the Common Stock or Beneficial Ownership of Common Stock in violation of the Procedures, any such deduction in violation of the Procedures is null and void *ab initio*, and the 50% Shareholder shall be required to file an amended tax return revoking such proposed deduction.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Order, the Procedures shall apply to the holding and transfers of Common Stock or any Beneficial Ownership therein by a Substantial Shareholder or someone who may become a Substantial Shareholder.

**PLEASE TAKE FURTHER NOTICE** that upon the request of any entity, the proposed notice, solicitation, and claims agent for the Debtors, Kroll Restructuring Administration LLC, will provide a copy of the Order and a form of each of the declarations required to be filed by the Procedures in a reasonable period of time. The Order and such declarations are also available via PACER at <https://pacer.uscourts.gov/> for a fee, or at no charge by accessing the Debtors' restructuring website at <https://restructuring.ra.kroll.com/23andMe>.

**PLEASE TAKE FURTHER NOTICE** that the final hearing (the "Final Hearing") on the Motion shall be held on April 22, 2025, at 1:30 p.m., prevailing Central Time. Any objections or responses to entry of a final order on the Motion must be filed with the Court on or before 4:00 p.m., prevailing Central Time, on April 15, 2025. If no objections to entry of a final order on the Motion are timely received, the Court may enter such final order without need for the final hearing.

**PLEASE TAKE FURTHER NOTICE THAT FAILURE TO FOLLOW THE PROCEDURES SET FORTH IN THE ORDER SHALL CONSTITUTE A VIOLATION OF, AMONG OTHER THINGS, THE AUTOMATIC STAY PROVISIONS OF SECTION 362 OF THE BANKRUPTCY CODE.**

**PLEASE TAKE FURTHER NOTICE THAT ANY PROHIBITED PURCHASE, SALE, OTHER TRANSFER OF, OR DECLARATION OF WORTHLESSNESS WITH RESPECT TO COMMON STOCK OR BENEFICIAL OWNERSHIP THEREIN IN VIOLATION OF THE ORDER IS PROHIBITED AND SHALL BE NULL AND VOID AB**

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion or the Order, as applicable.



*INITIO* AND MAY BE SUBJECT TO ADDITIONAL SANCTIONS AS THIS COURT MAY DETERMINE.

**PLEASE TAKE FURTHER NOTICE** that the requirements set forth in the Order are in addition to the requirements of applicable law and do not excuse compliance therewith.

Dated: March 28, 2025  
St. Louis, Missouri

Respectfully submitted,

**Carmody MacDonald P.C.**

/s/ Thomas H. Riske

Thomas H. Riske #61838MO

Nathan R. Wallace #74890MO

Jackson J. Gilkey #73716MO

120 S. Central Avenue, Suite 1800

St. Louis, Missouri 63105

Telephone: (314) 854-8600

Facsimile: (314) 854-8660

Email: thr@carmodymacdonald.com  
nrw@carmodymacdonald.com  
jjg@carmodymacdonald.com

- and -

**PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP**

Paul M. Basta (*pro hac vice* granted)

Christopher Hopkins (*pro hac vice* granted)

Jessica I. Choi (*pro hac vice* granted)

Grace C. Hotz (*pro hac vice* granted)

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*Counsel to the Debtors and Debtors in Possession*

**Exhibit C**

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MISSOURI  
EASTERN DIVISION

In re:

23ANDME HOLDING CO., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-40976-357

(Jointly Administered)

Related Docket Nos. 30 & 125

**NOTICE OF AUCTION FOR THE SALE OF THE DEBTORS' ASSETS**

**PLEASE TAKE NOTICE** that, on March 28, 2025 the United States Bankruptcy Court for the Eastern District of Missouri (the “Court”) entered the *Order (I) Approving Bidding Procedures for the Sale of the Debtors’ Assets, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of the Notice Thereof, (IV) Approving Procedures Regarding Entry into Stalking Horse Agreement(s), If Any, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Approving Procedures for the Sale, Transfer, or Abandonment of De Minimis Assets, and (VII) Granting Related Relief* [Docket No. 125] (the “Bidding Procedures Order”),<sup>2</sup> authorizing the above-captioned debtors and debtors in possession (collectively, the “Debtors”) to conduct an auction (the “Auction”), if any, to select the party or parties to purchase all or substantially all of the Debtors’ assets (the “Company Assets” and, such transaction, the “Sale”). The Auction will be governed by the bidding procedures approved pursuant to the Bidding Procedures Order (attached to the Bidding Procedures Order as Exhibit 1, the “Bidding Procedures”). ***All interested bidders should carefully read the Bidding Procedures Order and the Bidding Procedures in their entirety.***

<sup>1</sup> The Debtors in each of these cases, along with the last four digits of each Debtor’s federal tax identification number, are: 23andMe Holding Co. (0344), 23andMe, Inc. (7371), 23andMe Pharmacy Holdings, Inc. (4690), Lemonaid Community Pharmacy, Inc. (7330), Lemonaid Health, Inc. (6739), Lemonaid Pharmacy Holdings Inc. (6500), LPharm CS LLC (1125), LPharm INS LLC (9800), LPharm RX LLC (7746), LPRXOne LLC (3447), LPRXThree LLC (3852), and LPRXTwo LLC (1595). The Debtors’ service address for purposes of these chapter 11 cases is: 870 Market Street, Room 415, San Francisco, CA 94102.

<sup>2</sup> Capitalized terms used but not defined have the meanings ascribed to them in the Bidding Procedures Order, the Bidding Procedures, or the *Debtors’ Motion for Entry of an Order (I) Approving Bidding Procedures for the Sale of the Debtors’ Assets, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of the Notice Thereof, (IV) Approving Procedures Regarding Entry into Stalking Horse Agreement(s), If Any, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Sale of the Debtors’ Assets Free and Clear of Claims, Interests, and Encumbrances, (VII) Approving Procedures for the Sale, Transfer, or Abandonment of De Minimis Assets, and (VIII) Granting Related Relief* [Docket No. 30] (the “Motion”), as applicable.

**PLEASE TAKE FURTHER NOTICE** that the non-binding **IOI Deadline is April 13, 2025 at 4:00 p.m. (prevailing Central Time).**

**PLEASE TAKE FURTHER NOTICE** that the **Bid Deadline is May 7, 2025, at 4:00 p.m. (prevailing Central Time)** and that any person or entity who wishes to participate in the Auction, if any, must comply with the participation requirements, bid requirements, and other requirements set forth in the Bidding Procedures.

**PLEASE TAKE FURTHER NOTICE** that (a) any person or entity who wishes to participate in the Auction must comply in all respects with the Debtors' consumer privacy practices, which do not restrict the transfer of personally identifiable information of the Debtors' customers in connection with a bankruptcy, merger, acquisition, reorganization, or sale of assets, (b) each Bid must contain a statement acknowledging such compliance, and (c) each Bid must acknowledge that it has complied, and will continue to comply, in all respects with the Bidding Procedures, the Bankruptcy Code, and any applicable law, among other requirements.

**PLEASE TAKE FURTHER NOTICE** that the Debtors, if necessary, intend to conduct the Auction, if any, at which they will consider proposals submitted to them and their advisors, by and pursuant to the Bidding Procedures as set forth in the Bidding Procedures Order, on **May 14, 2025 at 9:00 a.m. (prevailing Central Time)** at the offices of Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019, or by remote video, or such other date and time location as selected by the Debtors in consultation with the Consultation Parties and timely communicated to all entities entitled to attend the Auction.

**PLEASE TAKE FURTHER NOTICE** that the Debtors reserve the right to modify the Bidding Procedures, in their reasonable business judgment and in consultation with the Consultation Parties, in accordance with the Bidding Procedures.

**PLEASE TAKE FURTHER NOTICE** that **June 17, 2025, at 9:00 a.m. (prevailing Central Time)**, or as soon thereafter as the Debtors may be heard, shall be the date and time for the hearing at which the Bankruptcy Court will consider approval of the Sale (the "Sale Hearing").

**PLEASE TAKE FURTHER NOTICE** that objections, if any, to the Sale (the "Sale Objections") shall be in writing, conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Procedure for the Eastern District of Missouri, set forth the name of the objecting party, the nature and amount of any claims or interests held or asserted against the Debtors' estate or properties, the basis for the objection, and the specific grounds therefore, and be filed and served upon the following so that such objections are received by **June 10, 2025, at 4:00 p.m. (prevailing Central Time)** (the "Sale Objection Deadline") by: (a) counsel for the Debtors, (i) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019 (Attn. Christopher Hopkins (chopkins@paulweiss.com); Jessica Choi (jchoi@paulweiss.com); and Grace C. Hotz (ghotz@paulweiss.com)), and (ii) Carmody MacDonald P.C., 120 S. Central Avenue, Suite 1800 St. Louis, Missouri 63105 (Attn: Thomas H. Riske (thr@carmodymacdonald.com); Nathan R. Wallace (nrw@carmodymacdonald.com); and Jackson J. Gilkey (jjg@carmodymacdonald.com)); (b) the Office of the United States Trustee for the Eastern District of Missouri, 111 South 10th Street, Suite 6.353, St. Louis, Missouri 63102 (Attn: Carole Ryczek (Carole.Ryczek@usdoj.gov); Joseph Schlotzhauer

(Joseph.Schlotzhauer@usdoj.gov); and Paul A. Randolph (Paul.A.Randolph@usdoj.gov)); and (c) the Sale Notice Parties (as defined in the Motion).

**PLEASE TAKE FURTHER NOTICE** that this notice is subject to the full terms and conditions of the Motion, the Bidding Procedures Order, and the Bidding Procedures, and the Debtors urge parties in interest to review such documents in their entirety. Copies of the Motion, the Stalking Horse Agreement(s), if any, the Bidding Procedures, and the Bidding Procedures Order, in addition to any related documents that may be filed, may be obtained by accessing (a) the website of the Debtors' notice and claims agent, Kroll Restructuring Administration LLC, at <https://restructuring.ra.kroll.com/23andMe>, for no charge, or (b) the Court's internet site: <https://www.moeb.uscourts.gov/>, for a fee, through an account obtained from the PACER website at <http://pacer.psc.uscourts.gov>.

**CONSEQUENCES OF FAILING TO TIMELY MAKE AN OBJECTION**

**ANY PARTY OR ENTITY THAT FAILS TO TIMELY FILE AND SERVE AN OBJECTION ON OR BEFORE THE SALE OBJECTION DEADLINE IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER SHALL BE FOREVER BARRED FROM ASSERTING ANY OBJECTION TO SUCH SALE, INCLUDING WITH RESPECT TO THE TRANSFER OF THE COMPANY ASSETS OF THE DEBTORS FREE AND CLEAR OF LIENS, CLAIMS, ENCUMBRANCES, AND OTHER INTERESTS AFFECTED THEREUNDER.**

Dated: March 28, 2025  
St. Louis, Missouri

Respectfully submitted,

**Carmody MacDonald P.C.**

/s/ Thomas H. Riske

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Nathan R. Wallace #74890MO

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- and -

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Christopher Hopkins (*pro hac vice* granted)

Jessica I. Choi (*pro hac vice* granted)

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jchoi@paulweiss.com  
ghotz@paulweiss.com

*Counsel to the Debtors and Debtors in  
Possession*

**Exhibit D**



Exhibit D  
Nominee and Depository Service List  
Served via email

| NAME   | EMAIL   |
|--|---|
| Betanxt                                      | corporateactions@betanxt.com; noel.seguin@betanxt.com;<br>michele.kass@betanxt.com; maya.hamdan@betanxt.com;<br>Rachel.Fisher@BetaNXT.com   |
| Broadridge                                   | SpecialProcessing@broadridge.com; BankruptcyJobs@broadridge.com   |
| Clearstream                                  | nathalie.chataigner@clearstream.com; cherifa.maameri@clearstream.com;<br>CA_Luxembourg@clearstream.com; david.mccauley@clearstream.com;<br>ca_mandatory.events@clearstream.com; hulya.din@clearstream.com |
| DTC  | mandatoryreorgannouncements@dtcc.com;<br>voluntaryreorgannouncements@dtcc.com; rgiordano@dtcc.com   |
| Euroclear                                    | eb.ca@euroclear.com; JPMorganInformation.Services@jpmorgan.com  |
| Sisclear                                     | ca.notices@six-securities-services.com  |
| J.P. MORGAN CLEARING CORP. (0352/2035/0902)  | Email Address On File   |
| NORTHERN TRUST CO (2669)                     | Email Address On File   |
| STATE STREET BANK AND TRUST (0997/2319/2950) | Email Address On File   |